

B 1 (Official Form 1) (04/13)

United States Bankruptcy Court Eastern District of New York				Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): Amsterdam House Continuing Care Retirement Community, Inc.			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): The Amsterdam at Harborside			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 11-3711764			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):		
Street Address of Debtor (No. and Street, City, and State): 300 East Overlook Port Washington, New York 10050			Street Address of Joint Debtor (No. and Street, City, and State):		
ZIP CODE 10050			ZIP CODE		
County of Residence or of the Principal Place of Business: Nassau County			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address):			Mailing Address of Joint Debtor (if different from street address):		
ZIP CODE			ZIP CODE		
Location of Principal Assets of Business Debtor (if different from street address above):			ZIP CODE		
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box.) <input checked="" type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding	
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		Tax-Exempt Entity (Check box, if applicable.) <input checked="" type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).		
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors (Consolidated with affiliated Debtors) <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
Estimated Assets (Consolidated with affiliated Debtors) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities (Consolidated with affiliated Debtors) <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

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Page 2

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): Amsterdam House Continuing Care Retirement Community, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.			
Information Regarding the Debtor – Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) <div style="text-align: right; margin-right: 100px;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 100px;"> _____ (Address of landlord) </div> <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was enforced, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case.)

Name of Debtor(s):

Amsterdam House Continuing Care Retirement Community, Inc.

Signatures**Signature(s) of Debtor(s) (Individual/JoInt)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney*

X

Signature of Attorney for Debtor(s)

Ingrid Bagby

Printed Name of Attorney for Debtor(s)

Cadwalader, Wickersham & Taft LLP
Firm NameOne World Financial Center
AddressNew York, NY 10281
Telephone Number

(212) 504-6000

July 21, 2014
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Authorized Individual

James Davis

Printed Name of Authorized Individual

President and CEO

Title of Authorized Individual

July 22, 2014
Date**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X

Signature

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK
www.nyeb.uscourts.gov

STATEMENT PURSUANT TO LOCAL
BANKRUPTCY RULE 1073-2(b)

DEBTOR(S): Amsterdam House Continuing Care Retirement Community, Inc. CASE NO.: _____

Pursuant to Local Bankruptcy Rule 1073-2(b), the debtor (or any other petitioner) hereby makes the following disclosure concerning Related Cases, to the petitioner's best knowledge, information and belief:

[NOTE: Cases shall be deemed "Related Cases" for purposes of E.D.N.Y. LBR 1073-1 and E.D.N.Y. LBR 1073-2 if the earlier case was pending at any time within eight years before the filing of the new petition, and the debtors in such cases: (i) are the same; (ii) are spouses or ex-spouses; (iii) are affiliates, as defined in 11 U.S.C. § 101(2); (iv) are general partners in the same partnership; (v) are a partnership and one or more of its general partners; (vi) are partnerships which share one or more common general partners; or (vii) have, or within 180 days of the commencement of either of the Related Cases had, an interest in property that was or is included in the property of another estate under 11 U.S.C. § 541(a).]

☒ NO RELATED CASE IS PENDING OR HAS BEEN PENDING AT ANY TIME.

☐ THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDING:

1. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING (Y/N): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASE: _____

2. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING (Y/N): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASE: _____

(OVER)

DISCLOSURE OF RELATED CASES (cont'd)

3. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING (Y/N): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED
IN SCHEDULE "A" OF RELATED CASE: _____

NOTE: Pursuant to 11 U.S.C. § 109(g), certain individuals who have had prior cases dismissed within the preceding 180 days may not be eligible to be debtors. Such an individual will be required to file a statement in support of his/her eligibility to file.

TO BE COMPLETED BY DEBTOR/PETITIONER'S ATTORNEY, AS APPLICABLE:

I am admitted to practice in the Eastern District of New York (Y/N): Y

CERTIFICATION (to be signed by pro se debtor/petitioner or debtor/petitioner's attorney, as applicable):

I certify under penalty of perjury that the within bankruptcy case is not related to any case now pending or pending at any time, except as indicated elsewhere on this form.



Signature of Debtor's Attorney

Signature of Pro Se Debtor/Petitioner

Mailing Address of Debtor/Petitioner

City, State, Zip Code

Email Address

Area Code and Telephone Number

Failure to fully and truthfully provide all information required by the E.D.N.Y. LBR 1073-2 Statement may subject the debtor or any other petitioner and their attorney to appropriate sanctions, including without limitation conversion, the appointment of a trustee or the dismissal of the case with prejudice.

NOTE: Any change in address must be reported to the Court immediately IN WRITING. Dismissal of your petition may otherwise result.

AMSTERDAM HOUSE CONTINUING CARE RETIREMENT COMMUNITY, INC.


Secretary's Certificate

The undersigned, being the Secretary of Amsterdam House Continuing Care Retirement Community, Inc., a New York not-for-profit corporation (the "Company"), does hereby certify as follows:

Attached hereto as Annex 1 is a true, correct, and complete copy of the unanimous written consent by all of the members of the Board of Directors of the Company approving and adopting the resolutions attached thereto as Annex A (the "Resolutions"). The Resolutions have not been revoked, modified, amended, or rescinded and are still in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed and caused this certificate to be delivered as of July 22, 2014.

AMSTERDAM HOUSE CONTINUING CARE RETIREMENT COMMUNITY, INC.

By: 
Name: Jay H. McDowell, Esq.
Title: Secretary

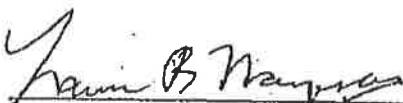
ANNEX 1

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF AMSTERDAM HOUSE
CONTINUING CARE RETIREMENT COMMUNITY, INC.**

The undersigned, being all of the members of the Board of Directors (the "Board") of Amsterdam House Continuing Care Retirement Community, Inc., a New York not-for-profit corporation (the "Company"), hereby approve and adopt by unanimous written consent, in accordance with Section 708 of the New York Not-For-Profit Corporation Law and Section 10 of Article IV of the By-laws of the Corporation, the resolutions attached hereto as Annex A (the "Resolutions"), effective as of July 17, 2014, as if the Resolutions had been adopted at a duly convened meeting of the Board of the Company.

This consent may be executed in one or more counterparts, each of which shall constitute an original, and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, constituting all of the Directors of the Company, have executed this Unanimous Written Consent as of the date set forth above.



Lawrence B. Thompson, Esq.

James J. Campbell

Isabel M. Carden

Joseph C. Hoopes, Jr.

Jay H. McDowell, Esq.

Frances R. Olivieri

The Reverend Deacon Frank L. Peterson, Jr.

The Reverend James G. Callaway, Jr.

George L. Van Amson

Dr. Karen M. Hopkins, M.D.

R. Scott Edmonds

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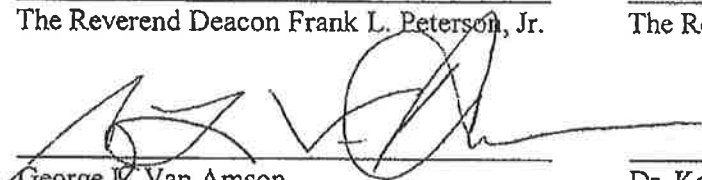
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THE BOARD OF DIRECTORS OF AMSTERDAM HOUSE
CONTINUING CARE RETIREMENT COMMUNITY, INC.

The undersigned, being all of the members of the Board of Directors (the "Board") of Amsterdam House Continuing Care Retirement Community, Inc., a New York not-for-profit corporation (the "Company"), hereby approve and adopt by unanimous written consent, in accordance with Section 708 of the New York Not-For-Profit Corporation Law and Section 10 of Article IV of the By-laws of the Corporation, the resolutions attached hereto as Annex A (the "Resolutions"), effective as of July 17, 2014, as if the Resolutions had been adopted at a duly convened meeting of the Board of the Company.

This consent may be executed in one or more counterparts, each of which shall constitute an original, and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, constituting all of the Directors of the Company, have executed this Unanimous Written Consent as of the date set forth above.

Lawrence B. Thompson, Esq.

James J. Campbell

Isabel M. Carden

Joseph C. Hoopes, Jr.

Jay H. McDowell, Esq.

Frances R. Olivieri
Frances R. Olivieri

The Reverend Deacon Frank L. Peterson, Jr.

The Reverend James G. Callaway, Jr.

George L. Van Armon

Dr. Karen M. Hopkins, M.D.

R. Scott Edmonds

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF AMSTERDAM HOUSE
CONTINUING CARE RETIREMENT COMMUNITY, INC.**

The undersigned, being all of the members of the Board of Directors (the "Board") of Amsterdam House Continuing Care Retirement Community, Inc., a New York not-for-profit corporation (the "Company"), hereby approve and adopt by unanimous written consent, in accordance with Section 708 of the New York Not-For-Profit Corporation Law and Section 10 of Article IV of the By-laws of the Corporation, the resolutions attached hereto as Annex A (the "Resolutions"), effective as of July 17, 2014, as if the Resolutions had been adopted at a duly convened meeting of the Board of the Company.

This consent may be executed in one or more counterparts, each of which shall constitute an original, and all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, constituting all of the Directors of the Company, have executed this Unanimous Written Consent as of the date set forth above.

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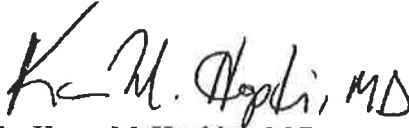
The Reverend James G. Callaway, Jr.

George L. Van Amson

Dr. Karen M. Hopkins, M.D.

R. Scott Edmonds

George L. Van Amson


Dr. Karen M. Hopkins, M.D.

R. Scott Edmonds

ANNEX A

**RESOLUTIONS OF THE BOARD OF DIRECTORS OF
AMSTERDAM HOUSE CONTINUING CARE RETIREMENT COMMUNITY, INC.**

WHEREAS, the Board of Directors (the “Board”) of Amsterdam House Continuing Care Retirement Community, Inc., a New York not-for-profit corporation (the “Company”), has determined that it is in the best interests of the Company, its creditors, employees, stakeholders, and other interested parties, that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

NOW, THEREFORE, BE IT

Chapter 11 Case

RESOLVED, that the Company be, and hereby is, authorized and empowered to file a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code; and be it further

RESOLVED, that Company’s President and Chief Executive Officer and Senior Vice President and Chief Financial Officer (each of the foregoing, individually, a “Proper Officer” and, together, the “Proper Officers”) be, and each of them individually hereby is, authorized on behalf of and in the name of the Company to execute and verify a petition for relief under the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Eastern District of New York (the “Bankruptcy Court”); and be it further

RESOLVED, that each Proper Officer, and any other person designated and so authorized to act by the Board or delegated responsibility by a Proper Officer (each an “Authorized Person” and collectively, the “Authorized Persons”) be, and hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, enter into, execute, deliver, certify, verify, file, record, and perform, or cause to be negotiated, entered into, executed, delivered, certified, verified, filed, recorded, and/or performed, any and all schedules, lists, motions, certifications, agreements, instruments, affidavits, applications, pleadings, and other documents and to take, or cause to be taken, such other actions, as in the judgment of such Authorized Persons shall be or become necessary, proper, or desirable to effectuate a successful reorganization of the Company’s operations, taking into account its charitable mission, in connection with the Company’s chapter 11 case; and be it further

RESOLVED, that each Proper Officer and any employees or agents (including counsel) designated or directed by any such officers, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, to negotiate, execute, deliver and/or file a motion (the “Cash Collateral Motion”) seeking entry of an order of the Bankruptcy Court approving the terms and conditions upon which the Company may use cash collateral, as reflected in the draft of the Cash Collateral Motion, dated July 22, 2014; and to perform the obligations thereunder; and be it further

RESOLVED, that each Proper Officer and any employees or agents (including counsel) designated or directed by any such officers, be, and each hereby is, authorized and empowered, in the name and on behalf of the Company, to (i) negotiate, execute, deliver and/or file (a) the Disclosure Statement for Debtor's Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, dated July 22, 2014, including any and all Exhibits and any modifications, amendments, or supplements thereto (the "Disclosure Statement"), (b) the Debtor's Plan of Reorganization Under Chapter 11 of the Bankruptcy Code, including any and all Exhibits and any modifications, amendments, or supplements thereto (the "Plan"), (c) the Plan Supplement (as defined in the Plan), and (d) any and all other schedules, lists, and other papers that such Proper Officer may deem necessary, proper, or desirable with a view to confirmation of the Plan, (ii) seek confirmation of the Plan, (iii) distribute the Plan for vote solicitation pursuant to the Disclosure Statement, (iv) alter, amend, modify, or supplement the Plan pursuant to section 1127 of the Bankruptcy Code, (v) take such other actions as may be necessary in furtherance of confirmation of the Plan, and (vi) once an order of the Bankruptcy Court is entered confirming the Plan, execute and deliver all agreements, documents, certificates, consents, filings, and instruments as may be required for the occurrence of the Effective Date (as defined in the Plan) and take such other actions as may be necessary in furtherance of the occurrence of the Effective Date and consummation of the transactions contemplated by the Plan, including, without limitation, the entry into the 2014 Bond Documents (as defined in the Plan) as contemplated by Section 4.3.5 of the Plan, and the other transactions and actions contemplated by Sections 4.5, 4.6. and 4.7 of the Plan; and be it further

RESOLVED, that once an order of the Bankruptcy Court is entered confirming the Plan, all transactions and actions contemplated by the Plan are hereby authorized and approved by the Board of the Company.

Retention of Advisors

RESOLVED, that the Company is authorized to employ the law firm of Cadwalader, Wickersham & Taft LLP, as counsel to render legal services to, and to represent, the Company in its chapter 11 case and in any and all related proceedings, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the Company is authorized to employ Grant Thornton LLP, as bankruptcy financial advisors for the Company in its chapter 11 case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that the Company is authorized to employ Herbert J. Sims & Co., Inc., as investment banking financial advisors for the Company in its chapter 11 case, subject to Bankruptcy Court approval; and be it further

RESOLVED, that each of the Proper Officers be and hereby is authorized, empowered, and directed to retain on behalf of the Company such other professionals as such Proper Officers deems necessary, appropriate or desirable, upon such terms and conditions as such Proper Officers shall approve, to render services to the Company in connection with its

chapter 11 case and with respect to other related matters in connection therewith, subject to Bankruptcy Court approval, if required.

General Authorization and Ratification

RESOLVED, that each Proper Officer is authorized and empowered, consistent with these Resolutions and with the advice of the Company's legal advisors: (i) to negotiate, execute, deliver, certify, file and/or record, and perform, any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such Proper Officer deems appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such Proper Officer may approve, together with such changes and amendments to any of the terms and conditions thereof as such Proper Officer may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such Proper Officer to constitute evidence of such approval, (ii) to negotiate, execute, deliver, certify, file and/or record, and perform, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the Resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such Proper Officer deems appropriate or advisable in connection therewith, and (iii) to do such other things as may be required, or as may in such Proper Officer's judgment be necessary, proper or desirable, to carry out the intent and effectuate the purposes of the Resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby; and be it further

RESOLVED, that any and all past actions heretofore lawfully taken by officers, directors, members, or any Authorized Persons acting under similar authority, as the case may be, of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions are hereby ratified, confirmed, and approved; and be it further

RESOLVED, that the Secretary of the Company is hereby authorized, empowered and directed to certify that the foregoing resolutions of the Board were duly approved and adopted as an act of the Board as of the date hereof, and that the Secretary of the Company is hereby authorized and directed to insert, or cause to be inserted, this Certification of Resolutions of the Board, or a copy thereof, in the minutes of proceedings of the Board.

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

**AMSTERDAM HOUSE CONTINUING CARE
RETIREMENT COMMUNITY, INC.,¹**

Debtor.

Chapter 11

Case No. 14-_____

**LIST OF CREDITORS HOLDING
TWENTY LARGEST UNSECURED CLAIMS**

Below is a list of creditors holding the twenty largest unsecured claims against Amsterdam House Continuing Care Retirement Community, Inc. (the “Debtor”), which has been prepared based upon the Debtor’s books and records and in accordance with Fed. R. Bankr. P. 1007(d). The list does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty largest unsecured claims. The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtor. Moreover, nothing herein shall affect the Debtor’s right to challenge the amount or characterization of any claim at a later date.

Name of creditor and complete mailing address	Name, telephone number, and complete mailing address of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to set-off	Amount of claim (if secured, also state value of security)
Resident # 00087 [Redacted]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,477,310
Resident # 00158 [Redacted]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,393,557
Resident # 00027 [Redacted]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,210,868

¹ The last four digits of the Debtor’s federal tax identification number are 1764. The Debtor’s mailing address is 300 East Overlook, Port Washington, New York 10050.

Name of creditor and complete mailing address	Name, telephone number, and complete mailing address of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to set-off	Amount of claim (if secured, also state value of security)
Resident # 00047 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,174,252
Resident # 00194 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,156,336
Resident # 00171 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,132,656
Resident # 00114 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,049,486
Resident # 00125 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,041,139
Resident # 00162 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,040,681
Resident # 00163 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,039,887
Resident # 00181 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$1,013,978
Resident # 00185 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$988,380
Resident # 00208 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$988,133
Resident # 00049 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$940,374
Resident # 00116 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$932,995
Former Resident # 00002 [REDACTED]	[REDACTED]	Pending Refund to Former Resident	Contingent	\$932,830
Resident # 00187 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$932,200

Name of creditor and complete mailing address	Name, telephone number, and complete mailing address of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to set-off	Amount of claim (if secured, also state value of security)
Former Resident # 00003 [REDACTED]	[REDACTED]	Pending Refund to Former Resident	Contingent	\$930,922
Resident # 00200 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$904,338
Resident # 00199 [REDACTED]	[REDACTED]	Entrance Fee Liability	Contingent, Unliquidated	\$901,147

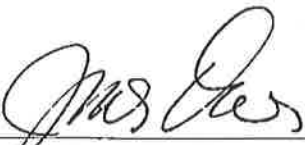
**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

-----X		
In re:	:	Chapter 11
	:	
AMSTERDAM HOUSE CONTINUING CARE RETIREMENT COMMUNITY, INC.,¹	:	Case No. 14-_____
	:	
Debtor.	:	
-----X		

**DECLARATION REGARDING LIST OF CREDITORS
HOLDING TWENTY LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Amsterdam House Continuing Care Retirement Community, Inc., the debtor in this case (the "Debtor"), declare under penalty of perjury that I have read the foregoing list of the twenty largest unsecured creditors of the Debtor and that it is true and correct to the best of my information and belief.

Dated: July 22, 2014



Name: James Davis
Title: President and Chief Executive Officer

¹ The last four digits of the Debtor's federal tax identification number are 1764. The Debtor's mailing address is 300 East Overlook, Port Washington, New York 11050.

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

-----X	
In re:	: Chapter 11
AMSTERDAM HOUSE CONTINUING CARE RETIREMENT COMMUNITY, INC.,¹	: Case No. 14-_____
Debtor.	: _____
-----X	

**LIST OF EQUITY SECURITY HOLDERS
AND CORPORATE OWNERSHIP STATEMENT**

Amsterdam House Continuing Care Retirement Community, Inc. (the “Debtor”) submits the following information pursuant to rules 1007 and 7007.1 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and rule 1073-3 of the Local Bankruptcy Rules for the Eastern District of New York (the “Local Rules”):

1. The Debtor is a not-for-profit corporation and that is exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
2. The Debtor has no outstanding “equity securities” as defined in section 101(16) of title 11 of the United States Code (the “Bankruptcy Code”), no “equity security holders” as defined in section 101(17) of the Bankruptcy Code, and no equity interests for purposes of Bankruptcy Rules 1007 and 7007.1 and Local Rule 1073-3; however, Amsterdam Continuing Care Health System, Inc. is the sole member of the Debtor under the New York Not-for-Profit Corporation Law.

¹ The last four digits of the Debtor’s federal tax identification number are 1764. The Debtor’s mailing address is 300 East Overlook, Port Washington, New York 11050.

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

**AMSTERDAM HOUSE CONTINUING CARE
RETIREMENT COMMUNITY, INC.,²**

Debtor.

Chapter 11

Case No. 14-_____

**DECLARATION REGARDING LIST OF EQUITY
SECURITY HOLDERS AND CORPORATE OWNERSHIP STATEMENT**

I, the undersigned authorized officer of Amsterdam House Continuing Care Retirement Community, Inc., the debtor in this case (the "Debtor"), declare under penalty of perjury that I have read the foregoing list of equity security holders and corporate ownership statement of the Debtor and that it is true and correct to the best of my information and belief.

Dated: July 22, 2014



Name: James Davis

Title: President and Chief Executive Officer

² The last four digits of the Debtor's federal tax identification number are 1764. The Debtor's mailing address is 300 East Overlook, Port Washington, New York 11050.